

I—REGISTRANT

1. Name of the registrant.

The Abernathy/MacGregor Group, Inc.

Reg # 4834

2. Business address.

**501 Madison Avenue, Suite 1300
New York, New York 10022**

3. If the registrant is an individual, furnish the following information:

N/A

(a) Residence address.

(b) Date and place of birth.

(c) Present citizenship.

(d) If present citizenship not acquired by birth, state when, where and how acquired.

(e) Occupation.

4. If the registrant is not an individual, furnish the following information:

(a) Type of organization: Committee ☐ Association ☐ Partnership ☐

Corporation ☒ Other (specify) _____

(b) Date and place of organization. **November 1985, New York**

(c) Address of principal office. **See 2 above**

(d) Name of person in charge. **James L. Abernathy and James T. MacGregor**

(e) Locations of branch or local offices in United States. **None**

(f) If a membership organization, give number of members. **N/A**

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(g) List all partners, officers, directors or persons performing the functions of an officer or director of the registrant.

Name	Residence Address	Position	Citizenship
James L. Abernathy	See attached	Managing Partner	USA
James T. MacGregor	" "	Managing Partner	USA
Steven Bruce	" "	Managing Director	USA
Robert T. Metz	" "	Managing Director	USA
Ann B. Minski	" "	V.P. & C.F.O.	USA
Diana Brainerd	" "	V.P.	USA

(h) Which of the above named persons renders services directly in furtherance of the interests of any of the foreign principals?

James L. Abernathy, James T. MacGregor, Robert T. Metz

(i) Describe the nature of the registrant's regular business or activity.

Crisis communications, financial, public relations and investor relations counselling.

(j) Give a complete statement of the ownership and control of the registrant.

Registrant is a stock corporation wholly owned by its employees.

5. List all employees who render services to the registrant directly in furtherance of the interests of any of the foreign principals in other than a clerical, secretarial, or in a related or similar capacity.

Name	Residence Address	Nature of Services
Richard Stockton	See attached	Account executive
Jonathan Smith	See attached	Account executive
John P. Scanlon	See attached	Consultant

II—FOREIGN PRINCIPAL

6. List every foreign principal¹ for whom the registrant is acting or has agreed to act.

Name of Foreign Principal

Principal Address

Lawrence G. Smith

919 Third Avenue
21st Floor
New York, NY 10022

III—ACTIVITIES

7. In addition to the activities described in any Exhibit B to this statement, will you engage or are you engaging now in activity on your own behalf which benefits any or all of your foreign principals? Yes ☐ No ☒

If yes, describe fully

IV—FINANCIAL INFORMATION

8. (a) RECEIPTS—MONIES

During the period beginning 60 days prior to the date of your obligation to register to the time of filing this statement, did you receive from any foreign principal named in Item 6 any contribution, income or money either as compensation or for disbursement or otherwise? Yes ☒ No ☐

If yes, set forth below in the required detail and separately for each such foreign principal an account of such monies.²

<i>Name of Foreign Principal</i>	<i>Date Received</i>	<i>Purpose</i>	<i>Amount</i>
Lawrence G. Smith	Nov. 18, 1992	Background familiarization	\$46,395

— Total \$46,395

¹The term "foreign principal" includes a foreign government, foreign political party, foreign organization, foreign individual and, for the purpose of registration, an organization or an individual any of whose activities are directly or indirectly supervised, directed, controlled, financed or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual.

²A registrant is required to file an Exhibit D if he collects or receives contributions, loans, money, or other things of value for a foreign principal, as part of a fund raising campaign. There is no printed form for this exhibit. See Rule 201(e).

(b) RECEIPTS—THINGS OF VALUE

During the period beginning 60 days prior to the date of your obligation to register to the time of filing this statement, did you receive from any foreign principal named in Item 6 any thing of value¹ other than money, either as compensation, or for disbursement, or otherwise? Yes ☐ No ☒

If yes, furnish the following information:

<i>Name of Foreign Principal</i>	<i>Date Received</i>	<i>Description thing of value</i>	<i>Purpose for which received</i>
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9. (a) DISBURSEMENTS—MONIES

During the period beginning 60 days prior to the date of your obligation to register to the time of filing this statement, did you spend or disburse any money in furtherance of or in connection with your activities on behalf of any foreign principal named in Item 6? Yes ☐ No ☒

If yes, set forth below in the required detail and separately for each such foreign principal named including monies transmitted, if any, to each foreign principal.

<i>Date</i>	<i>To Whom</i>	<i>Purpose</i>	<i>Amount</i>
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(b) DISBURSEMENTS—THINGS OF VALUE

During the period beginning 60 days prior to the date of your obligation to register to the time of filing this statement, did you dispose of anything of value¹ other than money in furtherance of or in connection with your activities on behalf of any foreign principal named in Item 6? Yes ☐ No ☒

If yes, furnish the following information:

<i>Date</i>	<i>Name of person to whom given</i>	<i>On behalf of what foreign principal</i>	<i>Description of thing of value</i>	<i>Purpose in giving</i>
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(c) DISBURSEMENTS—POLITICAL CONTRIBUTIONS

During the period beginning 60 days prior to the date of your obligation to register to the time of filing this statement, did you make any contribution of money or other thing of value from your own funds and on your behalf in connection with an election to any political office or in connection with any primary election, convention, or caucus held to select candidates for political office? Yes ☐ No ☒

If yes, furnish the following information:

<i>Date</i>	<i>Amount or thing of value</i>	<i>Party or Candidate</i>	<i>Identify location of election, convention, etc. if any</i>
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¹ Things of value include, but are not limited to, interest free loans, expense free travel, favored stock purchases, exclusive use of a hotel room, overbooked accommodations, "kickbacks", and the like.

V—POLITICAL PROPAGANDA

(Section 1(j) of the Act defines "political propaganda" as including any oral, visual, graphic, written, pictorial, or other communication or expression by any person (1) which is reasonably adapted to, or which the person disseminating the same believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, or in any other way influence a recipient or any section of the public within the United States with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party or with reference to the foreign policies of the United States or promote in the United States racial, religious, or social tensions, or (2) which advocates, advises, instigates, or promotes any racial, social, political, or religious disorder, civil riot, or other conflict involving the use of force or violence in any other American republic or the overthrow of any government or political subdivision of any other American republic by any means involving the use of force or violence.)

10. Will the activities of the registrant on behalf of any foreign principal include the preparation or dissemination of political propaganda as defined above? Yes ☐ No ☒

IF YES, RESPOND TO THE REMAINING ITEMS IN THIS SECTION V.

11. Identify each such foreign principal. N/A

12. Has a budget been established or a specified sum of money allocated to finance your activities in preparing or disseminating political propaganda? Yes ☐ No ☐ N/A

If yes, identify each such foreign principal, specify amount and for what period of time.

13. Will any public relations firms or publicity agents participate in the preparation or dissemination of such political propaganda material? Yes ☐ No ☐ N/A

If yes, furnish the names and addresses of such persons or firms.

14. Will your activities in preparing or disseminating political propaganda include the use of any of the following: N/A

- | | |
|---|--|
| <input type="checkbox"/> Radio or TV broadcasts | <input type="checkbox"/> Motion picture films |
| <input type="checkbox"/> Advertising campaigns | <input type="checkbox"/> Pamphlets or other publications |
| <input type="checkbox"/> Magazine or Newspaper articles | <input type="checkbox"/> Letters or telegrams |
| <input type="checkbox"/> Press releases | <input type="checkbox"/> Lectures or speeches |
| <input type="checkbox"/> Other (specify) _____ | |

15. Will the political propaganda be disseminated among any of the following groups: N/A

- | | |
|--|---|
| <input type="checkbox"/> Public Officials | <input type="checkbox"/> Civic groups or associations |
| <input type="checkbox"/> Legislators | <input type="checkbox"/> Libraries |
| <input type="checkbox"/> Government agencies | <input type="checkbox"/> Educational groups |
| <input type="checkbox"/> Newspapers | <input type="checkbox"/> Nationality groups |
| <input type="checkbox"/> Editors | <input type="checkbox"/> Other (specify) _____ |

16. Indicate language to be used in political propaganda: N/A

- | | |
|----------------------------------|--|
| <input type="checkbox"/> English | <input type="checkbox"/> Other (specify) _____ |
|----------------------------------|--|

VI—EXHIBITS AND ATTACHMENTS

17. (a) The following described exhibits shall be filed in duplicate with an initial registration statement:

Exhibit A—This exhibit, which is filed on Form CRM-157, sets forth the information required to be disclosed concerning each foreign principal named in Item 6.

Exhibit B—This exhibit, which is filed on Form CRM-155, sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

(b) An Exhibit C shall be filed when applicable. This exhibit for which no printed form is provided consists of a true copy of the charter, articles of incorporation, association, constitution, and bylaws of a registrant that is an organization. A waiver of the requirement to file an Exhibit C may be obtained for good cause shown upon written application to the Assistant Attorney General, Internal Security Division, U.S. Department of Justice, Washington, DC 20530. See Rule 201(c) and (d).

(c) An Exhibit D shall be filed when applicable. This exhibit for which no printed form is provided sets forth an account of money collected or received as a result of a fund raising campaign and transmitted for a foreign principal. See Rule 201(e).

The undersigned swear(s) or affirm(s) that he has (they have) read the information set forth in this registration statement and the attached exhibits and that he is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in attached Short Form Registration Statement, if any, insofar as such information is not within his (their) personal knowledge.

The undersigned each declare under penalty of perjury that the foregoing is true and correct. Executed on December 9, 1992.

(Type or print name under each signature)

James L. Abernathy

James T. MacGregor

(Both copies of this statement shall be signed and sworn to before a notary public or other person authorized to administer oaths by the agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions who are in the United States, if the registrant is an organization.)

Subscribed and sworn to before me at _____

_____ this _____ day of _____, 19 _____

(Signature of notary or other officer)

My commission expires _____

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<u>Name</u>	<u>Residence Address</u>
James L. Abernathy	130 East End Avenue New York, NY 10028
James T. MacGregor	Two North Clover Farm Road Sherman, CT 06784
Steven Bruce	68 E. Hartsdale Ave., Apt. A2 Hartsdale, NY 10530
Robert T. Metz	97 Richards Ave., Apt. G12 Norwalk, CT 06854-1647
Ann B. Minski	64 Pinewood Road, Apt. 1D Hartsdale, NY 10530
Diana Brainerd	24 Arch St. Riverside, CT 06878

Attachment to 5

Name

Residence Address

Richard Stockton

121 Whittredge Road
Summit, NJ 07901

Jonathan Smith

11 North Ferris St.
Irvington, NY 10533

John P. Scanlon

225 West 86th Street
New York, NY 10024